

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

**FEE APPLICATION COVER SHEET FOR THE PERIOD
SEPTEMBER 7, 2023 THROUGH DECEMBER 31, 2023**

Debtor: <u>Lordstown Motors Corp., et al.,¹</u>	Applicant: <u>Brown Rudnick LLP</u>
Case No.: <u>23-10831 (MFW)</u>	Client: <u>Official Committee of Equity Security Holders</u>
Chapter: <u>11</u>	Case Filed: <u>June 27, 2023</u>

**SECTION 1
FEE SUMMARY**

☐ Monthly Fee Application No. or ☒ Interim Fee Application No. 1 or ☐ Final Fee Application

Summary of Amounts Requested for the Period from September 7, 2023 through December 31, 2023
(the “First Interim Period”)

Total Fees:	\$1,906,541.00 ²
Total Disbursements:	\$15,858.79
Total First Interim Fee Application:	\$1,922,399.79

Holdback Due:	\$381,308.20
(20% holdback of Fees From 1 st through 4 th Monthly Fee Statements)	

TIME AND COMPENSATION BREAKDOWN – PARTNERS				
Name of Professional Person	Position; Admission Date; Specialty	Hourly Billing Rate	Total Hours	Total Compensation
Robert J. Stark	Partner; Admitted to New Jersey Bar in 1995; New York Bar in 1996; Bankruptcy & Corporate Restructuring	\$1,950	152.4	\$297,180.00

¹ The Debtors and the last four digits of their respective taxpayer identification numbers are: Lordstown Motors Corp. (3239); Lordstown EV Corporation (2250); and Lordstown EV Sales LLC (9101). The Debtors’ service address is 27000 Hills Tech Ct., Farmington Hills, MI 48331.

² Brown Rudnick excluded fees in the amount of \$34,098.50 in respect of transient timekeepers and other voluntary reductions.

TIME AND COMPENSATION BREAKDOWN – PARTNERS				
Name of Professional Person	Position; Admission Date; Specialty	Hourly Billing Rate	Total Hours	Total Compensation
Andrew P. Strehle	Partner; Admitted to Massachusetts Bar in 1994; New York Bar in 2010; Finance	\$1,405	.8	\$1,124.00
Kevin A. Brown	Partner; Admitted to New Jersey Bar in 2006; New York Bar in 2008; Tax	\$1,400	16.8	\$23,520.00
Bennett S. Silverberg	Partner; Admitted to New York Bar in 2001; Bankruptcy & Corporate Restructuring	\$1,390	269.5	\$374,605.00
Vincent J. Guglielmotti	Partner; Admitted to New Jersey Bar in 2005; New York Bar 2006; Tax	\$1,375	12.4	\$17,050.00
Philip J. Flink	Partner; Admitted to Massachusetts Bar 1981; Corporate-US	\$1,360	79.2	\$107,712.00
Michael S. Winograd	Partner; Admitted to New York Bar in 2001; Litigation & Arbitration	\$1,280	137.7	\$176,256.00
Nicole M. Bouchard	Partner; Admitted to New York Bar in 2009; Tax	\$1,200	91.0	\$109,200.00
John Cushing	Partner; Admitted to Massachusetts Bar in 1999; Corporate	\$1,140	149.9	\$170,886.00
Shari I. Dwoskin	Partner; Admitted to Massachusetts Bar in 2014; New York Bar in 2023; Bankruptcy & Corporate Restructuring	\$1,025	131.8	\$135,095.00
Jonathan T. Fitzsimons	Partner; Admitted to New York Bar in 2016; Corporate	\$1,005	2.3	\$2,311.50
Tristan G. Axelrod	Partner; Admitted to Massachusetts Bar in 2015; Bankruptcy & Corporate Restructuring	\$1,000	8.2	\$8,200.00
Daniel J. Healy	Partner; Admitted to New York Bar in 1999; Massachusetts Bar in 1999; District of Columbia Bar in 2002; Maryland Bar in 2005; Litigation	\$925	49.1	\$45,417.50

TIME AND COMPENSATION BREAKDOWN – PARTNERS				
Name of Professional Person	Position; Admission Date; Specialty	Hourly Billing Rate	Total Hours	Total Compensation
TOTAL			1,101.1	\$1,468,557.00
PARTNER BLENDED RATE		\$1,333.72		

TIME AND COMPENSATION BREAKDOWN – ASSOCIATES AND OTHER COUNSEL				
Name of Professional Person	Position; Admission Date; Specialty	Hourly Billing Rate	Total Hours	Total Compensation
Barbara J. Kelly	Counsel; Admitted to New York Bar in 1982; Tax	\$1,375	13.6	\$18,700.00
Matthew A. Sawyer	Associate; Admitted to Massachusetts Bar in 2019; Bankruptcy & Corporate Restructuring	\$890	150.3	\$133,767.00
Alexander F. Kasnetz	Associate; Admitted to Illinois Bar in 2018;	\$890	72.1	\$64,169.00

TIME AND COMPENSATION BREAKDOWN – ASSOCIATES AND OTHER COUNSEL				
Name of Professional Person	Position; Admission Date; Specialty	Hourly Billing Rate	Total Hours	Total Compensation
	Bankruptcy & Corporate Restructuring			
Morgan Jones	Associate; Admitted to New Jersey Bar in 2011; New York Bar in 2012; Corporate	\$780	23.4	\$18,252.00
Lydell W. Benson Jr.	Associate; Admitted to New York Bar in 2012; Litigation & Arbitration	\$765	49.5	\$37,867.50
Alessandra Maldonado	Associate; Admitted in New York Bar in 2021; Litigation & Arbitration	\$765	27.5	\$21,037.50
Luis A. Vargas Rivera	Associate; Admitted to Rhode Island Bar in 2021; Massachusetts Bar in 2022; Litigation and Arbitration	\$765	38.8	\$29,682.00
Joel T. Todd	Associate; Admitted to District of Columbia Bar in 2020; Maryland Bar in 2021; Florida Bar in 2021; Corporate	\$765	5.9	\$4,513.50
Jennifer M. Schein	Associate; Admitted to New York Bar in 2017; New Jersey Bar in 2017; Bankruptcy & Corporate Restructuring	\$765	5.4	\$4,131.00
Richard Jean-Baptiste	Associate; Admitted to New York Bar in 2022; Corporate & Capital Markets	\$685	37.9	\$25,961.50
Ethan H. Calhoun	Associate; Admitted to Alabama Bar in 2021; New York Bar in 2023; Bankruptcy & Corporate Restructuring	\$635	8.2	\$5,207.00
Elizabeth C. Castano	Law Clerk; Awaiting Admission	\$635	54.2	\$34,417.00
TOTAL			486.8	\$397,705.00
ASSOCIATE & OTHER COUNSEL BLENDED RATE		\$816.98		

TIME AND COMPENSATION BREAKDOWN - PARAPROFESSIONALS				
Name of Professional Person	Position/Numbers of Years	Hourly Billing Rate	Total Hours	Total Compensation
Madelyn A. Soliman	Paralegal; Bankruptcy & Corporate Restructuring; over 3 years	\$470	85.7	\$40,279.00
TOTAL			85.7	\$40,279.00
PARAPROFESSIONALS BLENDED RATE		\$470.00		
GRAND TOTAL			1,673.60	\$1,906,541.00
BLENDED RATE FOR ALL BROWN RUDNICK TIMEKEEPERS		\$1,139.19		

Fee Totals:	<u>\$1,906,541.00</u>
Disbursements Totals:	<u>\$15,858.79</u>
Total Fee Application	<u>\$1,922,399.79</u>

SECTION II
SUMMARY OF SERVICES

PROJECT CATEGORY	HOURS	FEE
Case Administration	61.2	\$33,001.00
Meetings and Communications with Equity Security Holders	159.4	\$238,567.50
Employment and Fee Applications	76.4	\$59,883.00
Plan and Disclosure Statement	688.1	\$853,987.50
Stay Relief/Injunction Litigation	48.2	\$45,622.50
Committee Governance Matters	3.3	\$3,287.00
Committee Investigation	80.3	\$70,724.00
Claims Administration and Objections	141.7	\$153,768.50
Tax	95.7	\$98,148.50
Hearings	5.4	\$7,971.00
Regulatory Issues	8.7	\$13,313.00
Asset Sales and Disposition	47.6	\$56,444.50
Foxconn Litigation	205.6	\$216,218.00
Contested Matters	52.0	\$55,605.00
SERVICE TOTALS:	1,673.6	\$1,906,541.00

**SECTION III
SUMMARY OF DISBURSEMENTS**

DISBURSEMENTS	AMOUNT
Filing Fee	\$907.30
Outside Reproduction Services	\$383.33
In-house Reproduction Services	\$674.55
Westlaw and Lexis Online Transactional Searches / Docs	\$13,211.04
Meals	\$115.32
Pacer	\$113.30
Parking and Tolls	\$188.50
Taxi	\$265.45
SERVICE TOTALS:	\$15,858.79

I certify under penalty of perjury that the above is true.

Date: February 14, 2024

/s/ Robert J. Stark

64571028 v1

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

Lordstown Motors Corp., *et al.*,¹

Debtors.

Chapter 11

Case No. 23-10831 (MFW)

Hearing Date: March 14, 2024 at 3:00 p.m.
(prevailing Eastern Time)

Objection Deadline: March 5, 2024 at 4:00 p.m.
(prevailing Eastern Time)

**FIRST INTERIM APPLICATION FOR ALLOWANCE OF FEES AND
REIMBURSEMENT OF EXPENSES OF BROWN RUDNICK LLP, AS COUNSEL
TO THE OFFICIAL COMMITTEE OF EQUITY SECURITY HOLDERS OF
LORDSTOWN MOTORS CORP., ET AL., FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES INCURRED FOR THE PERIOD FROM
SEPTEMBER 7, 2023 THROUGH AND INCLUDING DECEMBER 31, 2023**

Brown Rudnick LLP (“Brown Rudnick”), counsel to the Official Committee of Equity Security Holders (the “Equity Committee”), of Lordstown Motors Corp. and its affiliated debtors and debtors-in-possession (collectively, the “Debtors”), hereby submits this First Interim Application (the “Interim Application”), pursuant to 11 U.S.C. §§ 328, 330, and 331, Fed. R. Bankr. P. 2016, the Local Rules of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Disbursements Filed under 11 U.S.C. § 330 (Appendix A to 28 C.F.R. § 58)* (the “UST Guidelines”), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Chapter 11 Professionals and Committee Members* dated July 25, 2023 (the “Interim Compensation Order”) [Dkt. No. 181] for the interim allowance of compensation for professional services provided in the

¹ The Debtors and the last four digits of their respective taxpayer identification numbers are: Lordstown Motors Corp. (3239); Lordstown EV Corporation (2250); and Lordstown EV Sales LLC (9101). The Debtors’ service address is 27000 Hills Tech Ct., Farmington Hills, MI 48331

amount of \$1,906,541.00 and reimbursement of actual and necessary expenses in the amount of \$15,858.79 that Brown Rudnick incurred for the period from September 7, 2023 through and including December 31, 2023 (the “Application Period”) and requests entry of an order granting the First Interim Application and authorizing interim allowance of compensation. In support of the Interim Application, Brown Rudnick respectfully represents as follows:

1. On June 27, 2023, the Debtors filed voluntary petitions for relief under Chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Delaware, thereby commencing these cases (the “Cases”). As of the date hereof, the Debtors continue as the debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee of examiner has been appointed in these Cases.

2. On July 25, 2023, the Court entered the Interim Compensation Order. Pursuant to the Interim Compensation Order, the Court established a procedure for payment of interim compensation and reimbursement of disbursements for professionals retained in these Cases. In particular, the Court authorized the filing and service to certain notice parties of monthly fee applications by professionals retained in these Cases (including professionals employed by the Equity Committee) and payment by the Debtor of 80% of fees and 100% of expenses, in the absence of an objection made within twenty (20) days of service of the pertinent application.

3. On September 7, 2023, the Office of the United States Trustee (the “U.S. Trustee” or “UST”) filed the *Notice of Appointment of Official Committee of Equity Security Holders* [Dkt. No. 375].

4. On September 7, 2023, the Equity Committee selected Brown Rudnick to serve as its counsel.

5. On September 27, 2023, the Equity Committee filed the *Application for Order Authorizing the Employment and Retention of Brown Rudnick LLP as Counsel for the Official Committee of Equity Security Holders of Lordstown Motors Corp., et al., Nunc Pro Tunc to September 7, 2023* (the “Retention Application”) [Dkt No 477]. On October 16, 2023, the Court entered an order approving the Retention Application [Dkt No. 558].

6. This Application is Brown Rudnick’s first application for allowance of interim compensation for services rendered and for reimbursement of expenses. Brown Rudnick has previously filed (4) monthly fee statements [Docket Nos. 669, 786, 863, and 943] (together the “Monthly Fee Applications”) covering the Application Period. The Monthly Fee Applications were also served upon the Debtors, the U.S Trustee, and the other notice parties in accordance with the provisions of the Interim Compensation Order and are incorporated herein by reference.

**SUMMARY OF SERVICES PERFORMED BY
BROWN RUDNICK DURING THE FIRST INTERIM FEE PERIOD**

7. The services rendered by Brown Rudnick during these Chapter 11 Cases can be grouped into the categories set forth below. Brown Rudnick attempted to place the services provided in the category that best relates to such services. However, because certain services may relate to one or more categories, services pertaining to one category may in fact be included in another category. The following provides narrative description of project categories to which attorneys and paraprofessionals of Brown Rudnick dedicated the most significant time (*i.e.*, time charges in excess of \$50,000 in the aggregate) during the Application Period:

(a) Plan and Disclosure Statement (Matter 0006): Fees: \$853,987.50; Total Hours: 688.1. These fees include significant work negotiating the terms of an acceptable Plan with the Debtors and other stakeholders. Among other things, the Plan negotiated by the Equity Committee unimpairs the interests of common and preferred shareholders, incorporates a settlement with

certain securities' claimants and the Securities Exchange Commission, establishes reserves for the payment of general unsecured creditors, and provides for the reorganization of the Debtors. On behalf of the Equity Committee, Brown Rudnick prepared and revised certain Plan supplement documents, including the litigation trust agreement, schedule of retained causes of action, and governance documents. Brown Rudnick and the Debtors negotiated revisions to such plan with, among other parties, the Securities and Exchange Commission, representatives for the certain class action plaintiffs, and Foxconn to address concerns of these parties with respect the Plan. The hearing to consider the confirmation of the plan is currently scheduled for March 5, 2024, at 3:00 p.m. (prevailing Eastern Time).

(b) Meetings and Communications with Equity Security Holders (Matter 0003): Fees: \$238,567.50; Total Hours: 159.4. These fees include all services rendered by Brown Rudnick relating to meetings with the Equity Committee. It was and remains necessary for the Equity Committee to communicate frequently with its advisors to discuss case developments and strategic decisions. During the Application Period, Brown Rudnick and other Equity Committee professionals conducted periodic meetings with the Equity Committee. Brown Rudnick also responded to numerous equity holder inquiries regarding the status of these Chapter 11 Cases during the Application Period.

(c) Foxconn Litigation (Matter 0017): Fees: \$216,218.00; Total Hours: 205.6. These fees relate to Brown Rudnick's work evaluating the potential estate claims against Foxconn and Foxconn's interests in the Debtors. On June 27, 2023, the Debtors filed a complaint (the "Foxconn Complaint") against Foxconn commencing the adversary proceeding styled *Lordstown Motors Corp. and Lordstown EV Corporation, v. Hon Hai Precision Industry Co., Ltd (a/k/a Hon Hai Technology Group), et al.*, Adv. Pro. No. 23-50414 (MFW). Brown Rudnick, on behalf of the

Equity Committee, reviewed the allegations against Foxconn and Foxconn's response thereto to better evaluate the merits of the claims and advise the Equity Committee accordingly. On behalf of the Equity Committee, Brown Rudnick prepared the *Equity Committee's joinder to Plaintiffs' Opposition to Defendants' Motion to Dismiss all Counts of the Adversary Complaint* [Docket No. 17 in Adv. Proc. No. 23-50414].

(d) Claims Administration and Objections (Matter 0011): Fees: \$153,768.50; Total Hours: 141.7. These fees relate to Brown Rudnick's work analyzing claims and potential claims against the Debtors, including unliquidated, severance, and other insider claims and securities plaintiffs' claims. The Equity Committee reached a resolution with the Debtors with respect to the allowance of certain executives' severance claims, which was memorialized in the *Debtors' Motion for Entry of an Order (I) Authorizing the Debtors to Settle Claims Under Certain Employment Agreements and (II) Granting Related Relief* [Docket No. 690] and approved by the Court [Docket No. 759].

(e) Tax (Matter 0012): Fees: \$98,148.50; Total Hours: 95.7. These fees relate to Brown Rudnick's analysis and assessment of tax matters related to these Cases. Among the services provided, Brown Rudnick evaluated potential restructuring options which considered, among other things, the preservation of the Debtors' potentially valuable tax attributes.

(f) Committee Investigation (Matter 0010): Fees: \$70,724.00; Total Hours: 80.3. These fees are related to examining and analyzing claims the reorganized Debtors may assert against certain former insider of the Debtors and potential claims and causes of action the Debtors hold against their insurance carriers.

(g) Employment and Fee Applications (Matter 0004): Fees: \$59,883.00; Total Hours: 76.4. These fees include all services rendered by Brown Rudnick relating to the preparation of

three monthly fee applications covering September 7, 2023 through November 30, 2023. Brown Rudnick also spent time during the Application Period facilitating the completion and submission of other Equity Committee professionals' fee applications.

(h) Asset Sales and Disposition (Matter 0015): Fees: \$56,444.50; Total Hours: 47.6.

These fees relate to Brown Rudnick's work concerning a sale of certain of the Debtors' assets. Brown Rudnick reviewed various bids submitted by interested parties and provided related analysis and recommendations to the Equity Committee. Brown Rudnick, on behalf of the Equity Committee, frequently consulted with the Debtors' professionals as the sale process progressed.

(i) Contested Matters (Matter 0018): Fees: \$55,605.00; Total Hours: 52.0. Time spent on this matter principally relates to Brown Rudnick's evaluation of the *Lead Plaintiff's Motion to Apply Bankruptcy Rule 7023 to Class Claims* [Docket No. 668], and preparing the Equity Committee objection to such motion [Docket No. 699].

8. Brown Rudnick asserts that the foregoing services were necessary to the administration of the Chapter 11 Cases and were beneficial to the Equity Committee at the time which the services were rendered. All services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue or task addressed.

SUPPORTING DOCUMENTATION

9. As noted above, Brown Rudnick was retained to serve in the capacity of counsel to the Equity Committee by Order of this Court dated October 16, 2023, which retention was effective as of September 7, 2023.

10. This Application represents Brown Rudnick's first interim application as counsel to the Equity Committee and covers the period from September 7, 2023, through December 31, 2023.

11. The computerized time sheets included with the Monthly Fee Applications detail the services rendered by the members and associates of Brown Rudnick, the hourly rate charged by each member, associate or paralegal, and the actual time expended in the performance of such services. Said time sheets reflect that Brown Rudnick has expended 1,673.6 hours in performing services for the Equity Committee, resulting in charges of \$1,906,541.00. The blended hourly rate charged herein is \$1,139.19 which Brown Rudnick believes is fair and reasonable in light of the nature of the services rendered and the expertise of the professionals rendering such services.

12. The Monthly Fee Applications also include a detailed breakdown of all out-of-pocket disbursements incurred by Brown Rudnick in the performance of its duties as counsel to the Equity Committee, which total \$15,858.79. In the normal course of Brown Rudnick's practice, expenses are only charged to a client after the expenses are actually incurred by Brown Rudnick.

13. The following Monthly Fee Applications which comprise this Application were filed with the Court and served pursuant to the Interim Compensation Order:

Date Filed and Docket No.	Filing Period	Total Fees (at 100%)	20% Holdback	Fees Requested (at 80%)	Expenses Requested (at 100%)
(First) 11/06/2023 Docket No. 669	September 7, 2023 – September 30, 2023	\$448,581.00 ²	\$89,716.20	\$358,864.80	\$2,274.38
(Second) 12/06/2023 Docket No. 786	October 1, 2023 – October 31, 2023	\$590,162.50	\$118,032.50	\$472,130.00	\$1,664.93
(Third) 12/22/2023 Docket No. 863	November 1, 2023 – November 30, 2023	\$502,870.50	\$100,574.10	\$402,296.40	\$6,134.04
(Fourth) 2/1/2024 Docket No. 943 ³	December 1, 2023 – December 31, 2023	\$364,927.00	\$72,985.40	\$291,941.60	\$5,785.44
TOTAL		\$1,906,541.00	\$381,308.20	\$1,525,232.80	\$15,858.79

PAYMENT AND REIMBURSEMENT REQUESTED

14. Pursuant to the Interim Compensation Order, Brown Rudnick submits this First Interim Application seeking interim approval and allowance of compensation in the amount \$1,906,541.00 and actual and necessary expenses in the amount of \$15,858.79, incurred during the interim period from September 7, 2023 through and including December 31, 2023.

15. Brown Rudnick has not previously applied for payment of any fees or reimbursement of any disbursement during the Cases, except for the Monthly Fee Applications

² Brown Rudnick received informal comments to the First Monthly Application from the Office of the United States Trustee. In response to those comments Brown Rudnick has agreed to reduce its original fee request by \$1,531.00, from \$450,112.00 to \$448,581.00.

³ The deadline to object to the Fourth Monthly Fee Application is February 21, 2024.

that is has submitted and filed with the Court. Brown Rudnick does not hold a retainer in respect of its services as counsel to the Equity Committee.

16. In accordance with Bankruptcy Code section 504 and Fed. R. Bankr. P. 2016(a), no agreement or understanding exists between Brown Rudnick and any other person for the sharing of compensation received or to be received for services rendered in or in connection with these Cases.

17. No agreement or understanding prohibited by 18 U.S.C. § 155 has been or will be made by Brown Rudnick.

18. The undersigned has reviewed the requirements of Local Rule 2016-2 and certifies that this Application complies with that Local Rule.

19. Brown Rudnick provides the following responses to the inquiries stated in section C.5 of the U.S. Trustee Guidelines:

- a. Did you agree to any variations from, or alternatives to, your standard or customary billing rates, fees or terms for services pertaining to this engagement that were provided during the application period? If so, please explain. **No.**
- b. If the fees sought in this fee application as compared to the fees budgeted for the time period covered by this fee application are higher by 10% or more, did you discuss the reasons for the variation with the client? **Not applicable.**
- c. Have any of the professionals included in this fee application varied their hourly rate based on the geographic location of the bankruptcy case? **No.**
- d. Does the fee application include time or fees related to reviewing or revising time records or preparing, reviewing, or revising invoices? (This is limited to work involved in preparing and editing billing records that would not be compensable outside of bankruptcy and does not include reasonable fees for preparing a fee application.). If so, please quantify by hours and fees. **No.**
- e. Does this fee application include time or fees for reviewing time records to redact any privileged or other confidential information? If so, please quantify by hours and fees. **No.**
- f. If the fee application includes any rate increases since retention: (i) Did your client review and approve those rate increases in advance; and (ii) Did your client agree when retaining the law firm to accept all future rate increases? If not, did you inform your client that they need not agree to modified rates or terms in order to

have you continue the representation, consistent with ABA Formal Ethics Opinion 11-458? **No.**

20. Notice of this First Interim Application has been provided in accordance with the Interim Compensation Order. Brown Rudnick submits that no other of further notice need to be provided.

21. Annexed hereto and made part hereof as Exhibit A is the Certification of Robert J. Stark, with respect to compliance of Local Rules submitted in accordance with the provisions of Section 504 of the Bankruptcy Code.

RELIEF REQUESTED

22. By this Application, Brown Rudnick requests this Court approve payment of one hundred (100%) of the fees and expenses incurred by Brown Rudnick during the Application Period.

23. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, it is respectfully submitted that the amount of compensation requested by Brown Rudnick in this Application is fair and reasonable given (a) the complexity of the Chapter 11 Cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under the Bankruptcy Code.

CONCLUSION

WHEREFORE, Brown Rudnick respectfully requests (a) interim approval and allowance of compensation for professional and paraprofessional services rendered as counsel to the Equity Committee during the Application Period in the amount of \$1,906,541.00; (b) interim approval and allowance of the amount of actual and necessary out-of-pocket expenses incurred in the course of providing services as counsel to the Committee during the Application Period in the amount of \$15,858.79; (c) approval of payment of the Holdbacks in the amount of \$381,308.20; and (d) entry of an order authorizing and directing that the Debtors, as debtors-in-possession, pay to the Applicant

the amounts allowed, subject to amounts paid on account of the Monthly Fee Applications under the Interim Compensation Order, and granting any and all further relief as may be appropriate.

Dated: February 14, 2024

By: /s/ Robert J. Stark

BROWN RUDNICK LLP

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Counsel to the Official Committee of Equity

Security Holders of Lordstown Motors Corp., et al.